

SANOFI
A French Société anonyme with a share capital of €2,529,599,938
Registered office: 46, avenue de la Grande Armée - 75017 Paris
395 030 844 R.C.S. Paris

(the *Company*)

Preliminary notice of meeting

Shareholders of the Company are hereby informed that they are convened to the Combined General Meeting to be held on Tuesday, April 30, 2024, **at 2:30 P.M., at Palais des Congrès – Amphithéâtre Bleu – 2 Place de la Porte Maillot - 75017 Paris**, in order to deliberate on the following agenda and draft resolutions:

Agenda

Ordinary business

- Approval of the individual company financial statements for the year ended December 31, 2023
- Approval of the consolidated financial statements for the year ended December 31, 2023
- Appropriation of profits for the year ended December 31, 2023 and declaration of dividend
- Reappointment of Rachel Duan as a director
- Reappointment of Lise Kingo as a director
- Appointment of Clotilde Delbos as a director
- Appointment of Anne-Françoise Nesmes as a director
- Appointment of John Sundry as a director
- Approval of the report on the compensation of corporate officers issued in accordance with Article L. 22-10-9 of the French Commercial Code
- Approval of the components of the compensation paid or awarded in respect of the year ended December 31, 2023 to Serge Weinberg, Chairman of the Board for the period from January 1st, 2023 to May 25, 2023
- Approval of the components of the compensation paid or awarded in respect of the year ended December 31, 2023 to Frédéric Oudéa, Chairman of the Board from May 25, 2023
- Approval of the components of the compensation paid or awarded in respect of the year ended December 31, 2023 to Paul Hudson, Chief Executive Officer
- Approval of the compensation policy for directors
- Approval of the compensation policy for the Chairman of the Board of Directors
- Approval of the compensation policy for the Chief Executive Officer
- Appointment of Mazars as statutory auditor in charge of certifying the financial statements
- Appointment of Mazars as statutory auditor in charge of certifying the sustainability information
- Appointment of PricewaterhouseCoopers Audit as statutory auditor in charge of certifying the sustainability information
- Authorization to the Board of Directors to carry out transactions in the Company's shares (usable outside the period of a public tender offer)

Extraordinary business

- Authorization to the Board of Directors to carry out consideration-free allotments of existing or new shares to some or all of the salaried employees and corporate officers of the Group
- Delegation to the Board of Directors of competence to decide on the issuance of shares or securities giving access to the Company's share capital reserved for members of savings plans, with waiver of preemptive rights in their favor

- Delegation to the Board of Directors of competence to decide on the issuance of shares or securities giving access to the Company's share capital reserved for categories of beneficiaries composed of employees of foreign subsidiaries, with waiver of preemptive rights in their favor

Ordinary Business

- Powers to carry out formalities

Proposed resolutions

Ordinary business

First resolution (*Approval of the individual company financial statements for the year ended December 31, 2023*)

– The General Meeting, voting on the quorum and majority conditions for Ordinary General Meetings, having reviewed the reports of the Board of Directors and of the Statutory Auditors, approves as presented the individual company financial statements for the year ended December 31, 2023 comprising the balance sheet, the income statement and the notes thereto, as well as the transactions reflected in those financial statements and summarized in those reports, showing a profit of 8,538,782,910.66 euros.

Pursuant to Article 223 *quater* of the French General Tax Code, the General Meeting approves those expenses and charges that are non-deductible for tax purposes under Article 39.4 of said Code and which amount to 56,158.91 euros for the year ended December 31, 2023, as well as the tax incurred on the basis of those expenses and charges, which amounts to 14,505.85 euros.

Second resolution (*Approval of the consolidated financial statements for the year ended December 31, 2023*) –

The General Meeting, voting on the quorum and majority conditions for Ordinary General Meetings, having reviewed the reports of the Board of Directors and of the statutory auditors, approves as presented the consolidated financial statements for the year ended December 31, 2023 comprising the balance sheet, the income statement and the notes thereto, as well as the transactions reflected in those financial statements and summarized in those reports.

Third resolution (*Appropriation of profits for the year ended December 31, 2023 and declaration of dividend*) –

The General Meeting, voting on the quorum and majority conditions for Ordinary General Meetings, having reviewed the reports of the Board of Directors and of the statutory auditors, notes that the financial statements for the year ended December 31, 2023 as approved by this meeting show a profit for the year ended December 31, 2023 of 8,538,782,910.66 euros and that, after retained earnings brought forward of 25,537,812,069.36 euros, distributable profits amount to 34,076,594,980.02 euros.

The General Meeting, acting on a proposal from the Board of Directors, resolves to appropriate the profit for the year ended December 31, 2023 as follows:

Profit for the 2023 financial year		€8,538,782,910.66
Retained earnings brought forward	(+)	€25,537,812,069.36
Appropriation to the legal reserve		€– ^(a)
Distributable profits	(=)	€34,076,594,980.02
To be appropriated as follows:		
• to the payment of dividends		€4,692,560,928.75 ^(b)
• to be carried forward as retained		€29,384,034,051.27

(a) The amount of the legal reserve having reached 10% of the share capital, no appropriation to that reserve is proposed.

(b) The total amount of the dividend distribution shown above is calculated on the basis of the number of shares entitled to dividend as of December 31, 2023, i.e. 1,251,349,581, and may change if the number of shares entitled to dividend changes between January 1, 2024 and the dividend ex-date, in particular as a result of changes in the number of treasury shares, the vesting of consideration-free shares and the exercise of stock options (if the beneficiary is entitled to dividend under the rules of the relevant plan)

Consequently, the General Meeting resolves to pay a dividend of 3.76 euros per share, i.e. 4,692,560,928.75 euros, the balance being carried forward as retained earnings.

In accordance with Article 243bis of the French General Tax Code, the General Meeting notes that the dividends paid out in respect of the previous three financial years and the amounts eligible for the 40% tax relief specified in Article 158.3.2 of that Code are as follows:

Financial year	Number of shares carrying dividend rights	Dividend per share	Revenues distributed eligible for the 40% tax relief mentioned in Article 158.3.2 of the General Tax Code ^(a)
2020	1,252,470,579	3.20 ^(a)	3.20 ^(a)
2021	1,251,632,634	3.33 ^{(a)(b)}	3.33 ^{(a)(b)}
2022	1,252,640,466	3.56 ^(a)	3.56 ^(a)

(a) The full amount of the proposed dividend is eligible for the tax relief specified in Article 158-3-2 of the French General Tax Code, to which natural persons resident in France for tax purposes are entitled on condition that they have elected the global option for taxation on the progressive income tax scale specified in paragraph 2 of Article 200A of that Code.

(b) Plus, as an additional dividend in kind, 54,420,337 EUROAPI shares at a rate of 1 EUROAPI share per 23 Sanofi shares.

The ex-date for this dividend on Euronext Paris will be May 13, 2024 and the payment date will be May 15, 2024.

If on the payment date the number of shares carrying dividend rights in respect of the year ended December 31, 2023 were to be lower than the maximum number of shares potentially entitled to dividend indicated above, the profits corresponding to the dividend not distributed in respect of those shares would be appropriated to retained earnings.

Fourth resolution (*Reappointment of Rachel Duan as a director*) – The General Meeting, voting on the quorum and majority conditions for Ordinary General Meetings, having reviewed the Board of Directors’ report, notes that the term of office of Rachel Duan as a director expires this day and resolves to reappoint her as a director for a four-year term of office as stipulated in the Articles of Association, to expire at the close of the Ordinary General Meeting called in 2028 to approve the financial statements for the year ending December 31, 2027.

Fifth resolution (*Reappointment of Lise Kingo as a director*) - The General Meeting, voting on the quorum and majority conditions for Ordinary General Meetings, having reviewed the Board of Directors’ report, notes that the term of office of Lisa Kingo as a director expires this day and resolves to reappoint her as a director for a four-year term of office as stipulated in the Articles of Association, to expire at the close of the Ordinary General Meeting called in 2028 to approve the financial statements for the year ending December 31, 2027.

Sixth resolution (*Appointment of Clotilde Delbos as a director*) - The General Meeting, voting on the quorum and majority conditions for Ordinary General Meetings, after having reviewed the Board of Directors' report, appoints Clotilde Delbos as a director for a three-year term of office as stipulated in the Articles of Association, to expire at the close of the Ordinary General Meeting called in 2027 to approve the financial statements for the year ending December 31, 2026.

Seventh resolution (*Appointment of Anne-Françoise Nesmes as a director*) - The General Meeting, voting on the quorum and majority conditions for Ordinary General Meetings, after having reviewed the Board of Directors' report, appoints Anne-Françoise Nesmes as a director for a three-year term of office as stipulated in the Articles of Association, to expire at the close of the Ordinary General Meeting called in 2027 to approve the financial statements for the year ending December 31, 2026.

Eight resolution (*Appointment of John Sundy as a director*) - The General Meeting, voting on the quorum and majority conditions for Ordinary General Meetings, after having reviewed the Board of Directors' report, appoints John Sundy as a director for a three-year term of office as stipulated in the Articles of Association, to expire at the close of the Ordinary General Meeting called in 2027 to approve the financial statements for the year ending December 31, 2026.

Ninth resolution (*Approval of the report on the compensation of corporate officers issued in accordance with Article L. 22-10-9 of the French Commercial Code*) – The General Meeting, voting on the quorum and majority conditions for Ordinary General Meetings, in accordance with Article L. 22-10-34 I of the French Commercial Code, approves the report on the compensation of corporate officers containing the information specified in Article L. 22-10-9 I as presented in the report on corporate governance of the Board of Directors referred to in Article L. 225-37 of that Code (in the 2023 *Document d’enregistrement universel*, Chapter 2 *Gouvernement d’entreprise*, Section “2.3 Rémunération des mandataires sociaux — 2.3.4. Éléments de rémunération et avantages de toute nature versés au cours de l’exercice 2023 ou attribués au titre du même exercice aux mandataires sociaux”).

Tenth resolution (*Approval of the components of the compensation paid or awarded in respect of the year ended December 31, 2023 to Serge Weinberg, Chairman of the Board for the period from January 1st, 2023 to May 25, 2023*) - The General Meeting, voting on the quorum and majority conditions for Ordinary General Meetings, in

accordance with Article L. 22-10-34 II of the French Commercial Code, approves the fixed, variable and exceptional components of the total compensation and benefits of whatever kind paid in respect of the previous financial year or awarded in respect of that year to Serge Weinberg in his capacity as Chairman of the Board of Directors for the period from January 1, 2023 to May 25, 2023, as presented in the report on corporate governance of the Board of Directors referred to in Article L. 225-37 of the French Commercial Code (in the 2023 *Document d'enregistrement universel*, Chapter 2 *Gouvernement d'entreprise*, Section “2.3 Rémunération des mandataires sociaux — 2.3.4.2 Éléments de rémunération et avantages de toute nature versés au cours de l'exercice 2023 ou attribués au titre du même exercice à Serge Weinberg, Président du Conseil d'administration du 1^{er} janvier 2023 au 25 mai 2023”).

Eleventh resolution (*Approval of the components of the compensation paid or awarded in respect of the year ended December 31, 2023 to Frédéric Oudéa, Chairman of the Board from May 25, 2023*) - The General Meeting, voting on the quorum and majority conditions for Ordinary General Meetings, in accordance with Article L. 22-10-34 II of the French Commercial Code, approves the fixed, variable and exceptional components of the total compensation and benefits of whatever kind paid in respect of the previous financial year or awarded in respect of that year to Frédéric Oudéa in his capacity as Chairman of the Board of Directors from May 25, 2023, as presented in the report on corporate governance of the Board of Directors referred to in Article L. 225-37 of the French Commercial Code (in the 2023 *Document d'enregistrement universel*, Chapter 2 *Gouvernement d'entreprise*, Section “2.3 Rémunération des mandataires sociaux — 2.3.4.3 Éléments de rémunération et avantages de toute nature versés au cours de l'exercice 2023 ou attribués au titre du même exercice à Frédéric Oudéa, Président du Conseil d'administration à compter du 25 mai 2023”).

Twelfth resolution (*Approval of the components of the compensation paid or awarded in respect of the year ended December 31, 2023 to Paul Hudson, Chief Executive Officer*) – The General Meeting, voting on the quorum and majority conditions for Ordinary General Meetings, in accordance with Article L. 22-10-34 II of the French Commercial Code, approves the fixed, variable and exceptional components comprising the total compensation and benefits of whatever kind paid in respect of the previous financial year or awarded in respect of that year to Paul Hudson in his capacity as Chief Executive Officer, as presented in the report on corporate governance of the Board of Directors referred to in Article L. 225-37 of the French Commercial Code (in the 2023 *Document d'enregistrement universel*, Chapter 2 *Gouvernement d'entreprise*, Section “2.3 Rémunération des mandataires sociaux — 2.3.4.4 Éléments de rémunération et avantages de toute nature versés au cours de l'exercice 2023 ou attribués au titre du même exercice à Paul Hudson, Directeur Général”).

Thirteenth resolution (*Approval of the compensation policy for directors*) – The General Meeting, voting on the quorum and majority conditions for Ordinary General Meetings, having reviewed the report on corporate governance of the Board of Directors referred to in Article L. 225-37 of the French Commercial Code, approves in accordance with Article L. 22-10-8 of that Code the compensation policy for directors, as presented in that report (in the 2023 *Document d'enregistrement universel*, Chapter 2 *Gouvernement d'entreprise*, Section “2.3.Rémunération des mandataires sociaux — 2.3.2.1. Politique de rémunération des administrateurs”).

Fourteenth resolution (*Approval of the compensation policy for the Chairman of the Board of Directors*) – The General Meeting, voting on the quorum and majority conditions for Ordinary General Meetings, having reviewed the report on corporate governance of the Board of Directors referred to in Article L. 225-37 of the French Commercial Code, approves in accordance with Article L. 22-10-8 of that Code the compensation policy for the Chairman of the Board of Directors, as presented in that report (in the 2023 *Document d'enregistrement universel*, Chapter 2 *Gouvernement d'entreprise*, Section “2.3. Rémunération des mandataires sociaux — 2.3.2.2. Politique de rémunération du Président du Conseil d'administration”).

Fifteenth resolution (*Approval of the compensation policy for the Chief Executive Officer*) – The General Meeting, voting on the quorum and majority conditions for Ordinary General Meetings, having reviewed the report on corporate governance of the Board of Directors referred to in Article L. 225-37 of the French Commercial Code, approves in accordance with Article L. 22-10-8 of that Code the compensation policy for the Chief Executive Officer, as presented in that report (in the 2023 *Document d'enregistrement universel*, Chapter 2 *Gouvernement d'entreprise*, Section “2.3. Rémunération des mandataires sociaux — 2.3.2.3. Politique de rémunération du Directeur Général”).

Sixteenth resolution (*Appointment of Mazars as statutory auditor in charge of certifying the financial statements*) – The General Meeting, voting on the quorum and majority conditions for Ordinary Meetings, and having reviewed the Board of Directors' Report, appoints Mazars, a French *société anonyme* whose registered office is located at Tour Exaltis, 61 rue Henri Regnault, 92400 Courbevoie, registered in the Nanterre Trade and Companies Register

under number 784 824 153, as statutory auditor to certify the financial statements, to replace Ernst&Young, whose term of office expires at the close of this General Meeting and may not be renewed, for a term of six financial years ending at the close of the General Meeting called in 2030 to approve the financial statements for the year ending December 31, 2029.

Seventeenth resolution (*Appointment of Mazars as statutory auditor in charge of certifying the sustainability information*) – The General Meeting, voting on the quorum and majority conditions for Ordinary Meetings, and having reviewed the Board of Directors’ Report, resolves, in accordance with Articles L. 821-40 *et seq.* of the French Commercial Code, to appoint Mazars, a French *société anonyme* whose registered office is located at Tour Exaltis, 61 rue Henri Regnault, 92400 Courbevoie, registered in the Nanterre Trade and Companies Register under number 784 824 153, as statutory auditor to certify the sustainability information for a term of six financial years ending at the close of the General Meeting called in 2030 to approve the financial statements for the year ending December 31, 2029.

Eighteenth resolution (*Appointment of PricewaterhouseCoopers Audit as statutory auditor in charge of certifying the sustainability information*) – The General Meeting, voting on the quorum and majority conditions for Ordinary Meetings, and having reviewed the Board of Directors’ Report, resolves, in accordance with Articles L. 821-40 *et seq.* of the French Commercial Code, to appoint PricewaterhouseCoopers Audit, a French *société par actions simplifiée* whose registered office is located at 63 rue de Villiers, 92200 Neuilly-sur-Seine, registered in the Nanterre Trade and Companies Register under number 672 006 483, as statutory auditor to certify the sustainability information for the remainder of their term of office as statutory auditor of the Company’s financial statements, i.e., as an exception to the provisions of Article L. 821-44 of the French Commercial Code and in accordance with Article 38.1 of Ordinance 2023-1142 of December 6, 2023 on the publication and audit of sustainability information and the environmental, social and governance obligations of commercial companies, for a period of five financial years ending at the close of the General Meeting called in 2029 to approve the financial statements for the year ending December 31, 2028.

Nineteenth resolution (*Authorization to the Board of Directors to carry out transactions in the Company’s shares (usable outside the period of a public tender offer)*) - The General Meeting, voting on the quorum and majority conditions for Ordinary General Meetings, having reviewed the Board of Directors’ Report and the information contained in the description of the program prepared in accordance with Articles 241-1 *et seq.* of the General Regulation of the *Autorité des Marchés Financiers*, authorizes the Board of Directors, with powers to subdelegate within the law, in accordance with Articles L. 22-10-62 *et seq.* of the French Commercial Code, European Regulation (EU) no 596/2014 of April 16, 2014 on market abuse and the General Regulation of the *Autorité des Marchés Financiers*, to purchase, arrange for the purchase of, or sell Company shares, with a view to:

- the implementation of any Company stock option plan under the terms of Articles L. 225-177 *et seq.* of the French Commercial Code or any similar plan with an objective compatible with currently applicable laws and regulations; or
- the allotment or sale of shares to employees under the French statutory profit-sharing scheme or the implementation of any entity or group (or similar) savings plan on the conditions stipulated by law, in particular Articles L. 3332-1 *et seq.* of the French Labor Code, including via a consideration-free allotment of such shares by way of top-up employer’s contribution and/or in substitution for discount, in accordance with the relevant laws and regulations; or
- the consideration-free allotment of shares under the terms of Articles L. 225-197-1 *et seq.* of the French Commercial Code; or
- generally, the honoring of obligations relating to stock option programs or other share allotments to employees or corporate officers of the Company or of an associated entity; or
- the delivery of shares on the exercise of rights attached to securities giving access to the share capital by redemption, conversion, exchange, presentation of a warrant or any other means; or
- the cancellation of some or all of the shares purchased; or
- the delivery of shares (in exchange, as payment, or otherwise) in connection with acquisitions, mergers, demergers or asset-for-share exchanges; or
- market-making in the secondary market or maintenance of the liquidity of Sanofi shares by an investment services provider under a liquidity contract with an investment service provider that meets the acceptability criteria set by the *Autorité des Marchés Financiers* in establishing equity-based liquidity

contracts as an accepted market practice and complies with the code of conduct of the *Association française des marchés financiers* as recognized by the *Autorité des Marchés Financiers*; or

- more generally, carrying out any transaction that is acceptable or may be authorized by applicable laws and regulations, especially if such transaction falls within the scope of a market practice that is accepted by the *Autorité des Marchés Financiers*.

The acquisitions, disposals or transfers described above may be effected by any means compatible with applicable laws and regulations, including as part of off-market trades.

This program is also intended to allow the Company to trade in its own shares on or off market in connection with any other objective authorized by applicable regulations or any other market practice that is accepted or may be authorized at the date of the transaction in question. In such cases, the Company will inform its shareholders by means of a press release.

Purchases of the Company's own shares may be made such that:

- the number of shares acquired by the Company during the repurchase program may not exceed 10% of the shares which constitute the then share capital of the Company, such percentage being applied to a share capital figure adjusted to reflect transactions affecting the share capital subsequent to the present General Meeting (as an indication, 126,479,996 shares as at December 31, 2023), it being stipulated that (i) the number of shares acquired with a view to their retention and future delivery in connection with a merger, demerger or asset-for-share exchange may not exceed 5% of the Company's share capital; and (ii) where the shares are repurchased to improve the liquidity of Sanofi shares on the conditions specified by the *Autorité des Marchés Financiers*, the number of shares taken into account in calculating the 10% limit mentioned above will be the number of shares purchased minus the number of shares resold during the period of the authorization; and
- the number of own shares held by the Company at any time may not exceed 10% of the shares which constitute the share capital of the Company on the date in question.

Acquisitions, sales, exchanges and transfers of shares may be made at any time, other than during the period of a public tender offer for the Company's shares, subject to the limits authorized by the laws and regulations in force, on one or more occasions and by any means, on regulated markets or via a multilateral trading facility or a systematic internalizer or over the counter, including by block purchases or sales (with no limit on the portion of the share repurchase program that can be carried out by this means), by public cash offer or public exchange offer or by the use of options or other derivative forward financial instruments or by the implementation of option-based strategies or by delivery of shares arising from the issuance of securities giving access to the Company's share capital by conversion, exchange, redemption, presentation of a warrant or any other means, either directly or indirectly through a third party acting on the Company's behalf under the conditions specified in Article L. 225-206 of the French Commercial Code.

The maximum purchase price of shares under the present resolution will be 150 euros per share, excluding acquisition-related costs (or the equivalent value of this amount as at the same date in any other currency or currency unit established by reference to more than one currency), with the caveat that in accordance with European Regulation 2016/1052 of March 8, 2016, the Company cannot purchase its own shares for more than the higher of the last quoted price resulting from the execution of a transaction to which the Company is not a party and the highest independent offer outstanding on the trading platform where the purchase is made.

The General Meeting delegates to the Board of Directors powers to adjust the aforementioned maximum purchase price in the event of a change in the par value of the share, increase in share capital by incorporation of reserves, consideration-free allotment of shares, stock split or reverse stock split, distribution of reserves or of any other assets, redemption of share capital, or any other transaction affecting shareholders' equity, so as to take account of the impact of such transactions on the value of the shares.

The total amount allocated to the share repurchase program authorized above may not exceed 18,971,999,400 euros, excluding acquisition-related costs (or the equivalent value of this amount as at the same date in any other currency or currency unit established by reference to more than one currency).

Shares repurchased and retained by the Company will be stripped of voting rights and will not be entitled to receive dividend.

The General Meeting confers full powers on the Board of Directors, with powers to subdelegate within the law, to decide on and implement the present authorization and if necessary to specify the conditions and determine the terms thereof, to implement the share repurchase program, and in particular to place stock market orders, enter into agreements in particular with a view to the keeping of registers of share purchases and sales in accordance

with applicable laws and regulations, allocate or reallocate acquired shares to pursued objectives subject to the applicable legal and regulatory conditions, set any terms and conditions that may be necessary to preserve the rights of holders of securities giving access to the capital or options to subscribe for or purchase shares or performance share allotment rights in accordance with legal, regulatory or contractual stipulations, make declarations in particular to the Autorité des Marchés Financiers or any other competent authority, accomplish all other formalities and generally do all that is necessary.

The Board of Directors will inform shareholders at an Ordinary General Meeting of all transactions carried out pursuant to the present resolution.

This authorization deprives of effect from this day any unused portion of any previous authorization previously granted for the same purpose, i.e. any authorization to carry out transactions in the Company's shares. It is granted for a period of eighteen (18) months from this day.

Extraordinary business

Twentieth resolution (*Authorization to the Board of Directors to carry out consideration-free allotments of existing or new shares to some or all of the salaried employees and corporate officers of the Group*) – The General Meeting, voting on the quorum and majority conditions for Extraordinary General Meetings, having reviewed the Board of Directors' Report and the Statutory Auditors' Special Report, and in accordance with Articles L. 225-197-1 et seq and L. 22-10-59 et seq of the French Commercial Code:

1. authorizes the Board of Directors, under Articles L. 225-197-1 et seq and L. 22-10-59 et seq of the French Commercial Code to carry out, on one or more occasions, consideration-free allotments of existing or new ordinary shares to allottees or categories of allottees chosen by the Board from among the salaried employees of the Company or of companies or groupings related to the Company on the conditions stipulated in Article L. 225-197-2 of said Code, and from among corporate officers of the Company or of companies or groupings related to the Company that meet the conditions specified in Articles L. 225-197-1 II, L. 22-10-59 III, and L. 22-10-60 of said Code, on the terms stipulated below;

2. resolves that existing or new shares allotted under this authorization may not represent more than 1.5% of the share capital as of the date of the decision by the Board of Directors to allot the shares free of consideration, with the caveat that this maximum number of existing or new shares does not include the number of any additional shares that could be allotted as a result of an adjustment to the number of shares initially allotted further to a transaction involving the Company's share capital;

3. resolves that shares allotted to corporate officers of the Company under the present authorization may not represent more than 5% of the number of shares specified in paragraph 2 of the present resolution;

4. resolves that allotment of said shares to the allottees will become irrevocable at the end of a minimum vesting period of three years, the allottees being required, as the case may be, to retain said shares for a minimum period of time from the irrevocable allotment thereof, it being further stipulated that allotment of said shares to the allottees will become irrevocable before the expiry of the aforementioned vesting period in the event that the allottee is classified as disabled in the second or third category of disability as defined in Article L. 341-4 of the French Social Security Code or in equivalent cases abroad and that said shares will be freely transferable in the event that the allottee is classified in either of the aforementioned French Social Security Code categories or in equivalent cases abroad;

5. resolves that irrevocable allotment of the shares will be contingent upon performance conditions which will be set by the Board of Directors and will be assessed over a period of at least three years, with the caveat that irrevocable allotment of the shares may be made without performance conditions in connection with an award made (i) to all employees and corporate officers of the Company and, as the case may be, French or foreign entities related to the Company or (ii) to employees and officers participating in an employee share ownership plan effected by an increase in share capital carried out pursuant to the 21st resolution submitted to a vote at the present General Meeting or to the 22nd resolution submitted to a vote at the present General Meeting (or to any other resolutions that may substitute for those resolutions) or by a sale of existing shares;

6. grants full powers to the Board of Directors, with powers to subdelegate within the limits defined by law, to implement the present authorization, and in particular to:

- determine whether the shares allotted free of consideration will be new shares or existing shares and, as the case may be, to change its choice before the shares are irrevocably allotted;

- select the allottees or categories of allottees from among the employees and corporate officers of the Company or of the aforementioned companies or groupings, and decide on the number of shares to be allotted to each;
- set the terms of and any criteria for the allotment of the shares, in particular the vesting period and, as the case may be, the minimum retention period for each allottee on the aforementioned terms, it being stipulated that in the case of shares allotted free of consideration to corporate officers the Board of Directors must either (a) decide that the consideration-free shares may not be divested by the allottees while they remain in office or (b) specify the number of consideration-free shares that they are required to retain in registered form until they cease to hold office;
- determine the performance conditions to which irrevocable allotment of the shares is subject;
- allow for the temporary suspension of allotment rights in the event of share capital transactions;
- duly record the dates of irrevocable allotment of the shares and the dates from which the shares will be freely transferable, given any legal restrictions;
- in the event of an issue of new shares, charge any sums required to fully pay up such shares against reserves, profits or share premium, duly record completion of the share capital increases carried out under the present authorization, amend the Articles of Association accordingly, and generally carry out all necessary acts and formalities.

7. resolves that the Company may make, during the vesting period, any adjustments to the number of consideration-free shares allotted that may be necessary to preserve the rights of allottees in light of transactions affecting the Company's share capital in the circumstances specified in Article L. 225-181 of the French Commercial Code, it being stipulated that shares allotted as a result of such adjustments will be deemed to have been allotted on the same day as the shares originally allotted;

8. duly records that in the event of a consideration-free allotment of new shares the present authorization will entail, as and when such shares are irrevocably allotted, a share capital increase by incorporation of reserves, profits, or share premium in favor of the allottees of such shares and the correlative waiver by the shareholders of their preemptive rights in respect of said shares in favor of the allottees;

9. formally notes the fact that if the Board of Directors makes use of the present authorization, it will inform the Ordinary General Meeting annually of the transactions carried out pursuant to Articles L. 225-197-1 to L. 225-197-3 and L. 22-10-59 to L. 22-10-60 of the French Commercial Code, on the terms stipulated in Article L. 225-197-4 of said Code;

10. resolves that the present authorization deprives of effect from this day any unused portion of any prior authorization given to the Board of Directors to carry out consideration-free allotments of existing or new shares to some or all of the salaried employees and corporate officers of the Group. It is granted for a period of thirty-eight (38) months from this day.

Twenty-first resolution (*Delegation to the Board of Directors of competence to decide on the issuance of shares or securities giving access to the Company's share capital reserved for members of savings plans, with waiver of preemptive rights in their favor*) – The General Meeting, deliberating in accordance with the quorum and majority conditions required at Extraordinary General Meetings, having reviewed both the Board of Directors' report and the Auditors' special report, and pursuant to the provisions of Articles L. 225-129-2, L. 225-129-6, L. 22-10-49 et seq and L. 225-138-1 of the French Commercial Code, and Articles L. 3332-18 to L. 3332-24 of the French Labor Code:

1. delegates to the Board of Directors, with powers to subdelegate within the law, its competence to decide to carry out increases in the share capital, on one or more occasions, up to a limit of 1% of the share capital as of the date of the Board of Directors' meeting making such decision, on the understanding that such maximum amount shall be shared with that of the 22nd resolution put to the vote at this General Meeting and shall count towards the maximum nominal amount of the share capital increase stipulated in the 16th resolution of the General Meeting of May 25, 2023 or any similar resolution that may succeed it, by issuing shares or securities giving access to the share capital reserved for members of one or more employee savings plans (or any other plan for whose members a share capital increase may be reserved on equivalent terms under Articles L. 3332-1 et seq of the French Labor Code or any analogous law or regulation) instituted within an entity or a group of French or foreign entities related to that entity on the conditions stipulated in Article L. 225-180 of the French Commercial Code and falling within the scope of the consolidated or combined financial statements of the Company pursuant to Article L. 3344-1 of the French Labor Code, it being further stipulated that the present resolution may be used to implement leveraged schemes;

2. resolves that the subscription price of the new shares or securities giving access to the share capital will be determined on the terms stipulated in Articles L. 3332-18 et seq of the French Labor Code and will not be less than the Reference Price (as defined below), less the maximum discount permitted by applicable laws; for the purposes of the present paragraph and of paragraphs 4 and 7 of the present resolution, the Reference Price designates the average of the quoted market prices of the Company's shares on the regulated market of Euronext Paris during the twenty trading sessions preceding the date of the decision setting the opening date of the subscription period for members of an entity or group savings plan (or similar);

3. resolves, by way of derogation from paragraphs 1 and 2 of the present resolution, in the case of issues of shares that may be reserved for employees of companies belonging to the group consisting of the Company and of the French and foreign entities related to the Company on the conditions stipulated in Article L. 225-180 of the French Commercial Code and falling within the scope of the consolidated or combined financial statements of the Company pursuant to Article L. 3344-1 of the French Labor Code and operating in the United States of America, that the Board of Directors may decide that;

- the issue price of the new shares will, subject to compliance with applicable French legal and regulatory requirements and in accordance with Section 423 of the United States Internal Revenue Code, be equal to at least 85% of the quoted market price of the Company's shares on the regulated market of Euronext Paris on the date of the decision setting the opening date of the subscription period of the share capital increase reserved for employees of the companies referred to in the present paragraph 3; and
- the number of shares issued as a result of the share issues referred to in the present paragraph 3 may not represent more than 0.2% of the share capital as of December 31, 2023, such percentage of the share capital counting towards the maximum aggregate par value of share capital increases stipulated in paragraph 1 of the present resolution;

4. authorizes the Board of Directors to allot free of consideration to the beneficiaries indicated above, in addition to shares or securities giving access to the share capital subscribed for in cash, shares or securities giving access to the share capital to be issued or already issued in full or partial substitution for the discount to the Reference Price and/or by way of top-up employer's contribution, it being stipulated that the benefit resulting from such allotment, valued at the subscription price, may not exceed the maximum amount provided in the present resolution, or the applicable legal or regulatory limits;

5. resolves to waive in favor of the aforementioned beneficiaries the preemptive rights of shareholders in respect of the ordinary shares and securities giving access to the share capital of which the issuance is covered by the present delegation, said shareholders also waiving, in the event of consideration-free allotment to such beneficiaries of ordinary shares or securities giving access to the share capital, any rights to such ordinary shares or securities giving access to the share capital, including the portion of reserves, profits, or share premium incorporated into the share capital to the extent of the consideration-free allotment of securities on the basis of the present resolution;

6. authorizes the Board of Directors, on the terms specified in the present delegation of competence, to make sales of shares as permitted under Article L. 3332-24 of the French Labor Code to members of an entity or group savings plan (or similar plan), it being stipulated that the aggregate par value of shares sold at a discount to members of one or more of the employee savings plans covered by the present resolution will count towards the ceiling mentioned in paragraph 1 of the present resolution;

7. resolves that the Board of Directors will have full powers to implement the present delegation or to defer the completion of the share capital increase, with powers to sub-delegate within the law subject to the aforementioned limits and terms, and in particular to:

- establish in accordance with the law the scope of companies from which the beneficiaries indicated above may subscribe for the shares or securities giving access to the share capital thereby issued and who may be allotted consideration-free shares or securities giving access to the share capital,
- decide that subscriptions may be made directly by beneficiaries belonging to an entity or group savings plan (or similar plan), or via dedicated mutual funds or other vehicles or entities permitted under the applicable laws and regulations,
- determine the conditions, in particular as regards length of service, that must be met by the beneficiaries of the share capital increases;
- set the opening and closing dates for subscriptions;
- set the amounts of issues to be made under the present authorization and in particular determine the issue prices, dates, time limits, terms and conditions of subscription, payment, delivery and date of ranking for dividend of the securities (which may be retroactive), rules for pro-rating in the event of over-subscription and any other terms and conditions of the issues, subject to applicable legal and regulatory limits;

- in the event of consideration-free allotment of shares or of securities giving access to the share capital, determine the nature, characteristics and number of shares or securities giving access to the share capital to be issued, the number to be allotted to each beneficiary, and determine the dates, time limits, and terms and conditions of allotment of such shares or securities giving access to the share capital subject to applicable legal and regulatory limits, and in particular choose to either wholly or partially substitute the allotment of such shares or securities giving access to the share capital for the discount to the Reference Price specified above or offset the equivalent value of such shares or securities against the total amount of the employer's contribution or a combination of the aforementioned options;
 - in the event of an issue of new shares, charge any amounts required to pay up said shares against reserves, profits, or share premium;
 - duly record the completion of share capital increases equal to the amount of shares actually subscribed;
 - as the case may be, charge the costs of share capital increases against the premium arising thereon, and deduct from such premium the sums necessary to increase the legal reserve to one-tenth of the new share capital after each share capital increase;
 - enter into all agreements and accomplish directly or indirectly via an agent all transactions and formalities, including formalities required following the share capital increases and the corresponding amendments to the Articles of Association;
 - generally, enter into all agreements, in particular to ensure completion of the proposed issues, take all measures and decisions and accomplish all formalities for the issuance, listing and financial administration of securities issued by virtue of the present delegation and for the exercise of the rights attached thereto or required as a result of the share capital increases;
8. formally notes that this delegation of competence deprives of effect from this day any unused portion of any prior delegation for the same purpose as that covered by the present resolution;
9. sets the period of validity of the delegation at eighteen (18) months from the date of the present meeting.

Twenty-second resolution (*Delegation to the Board of Directors of competence to decide on the issuance of shares or securities giving access to the Company's share capital reserved for categories of beneficiaries composed of employees and corporate officers of foreign subsidiaries, with waiver of preemptive rights in their favor*) – The General Meeting, voting on the quorum and majority conditions for Extraordinary General Meetings, having reviewed the Board of Directors' Report and the Statutory Auditors' Special Report, and in accordance with Articles L. 22-10-49, L. 225-129-2 et seq, and L. 225-138 et seq of the French Commercial Code:

1. delegates to the Board of Directors, with powers to sub-delegate within the law and regulations, its competence to carry out increases in the share capital, on one or more occasions, by issuance of new shares to be paid in cash or of other securities giving access to the share capital under the conditions set by law, with waiver of the shareholders' preemptive rights in favor of the categories of beneficiaries defined below;
2. resolves that the beneficiaries of the share capital increases hereby authorized shall be (i) employees and corporate officers of companies related to the Company on the conditions stipulated in Article L. 225-180 of the French Commercial Code and Article L. 3344-1 of the French Labor Code and having their registered office outside France and/or (ii) UCITS or other entities under French or foreign law, with or without legal personality, used for employee share ownership and invested in securities of the Company, whose unit-holders or shareholders are constituted of persons mentioned in (i) or which enable persons mentioned in (i) to benefit directly or indirectly from an employee share ownership or savings plan in Company securities and/or (iii) any banking institution or subsidiary of such an institution acting at the request of the Company for the purposes of setting up an employee share ownership or savings plan for the benefit of persons mentioned in (i) of this paragraph to the extent that subscription by a person authorized in accordance with the present resolution would enable the employees and corporate officers of subsidiaries located outside France to benefit from employee share ownership or savings plans of equivalent economic benefit to those available to the other employees or corporate officers of the Group;
3. resolves to cancel shareholders' preemptive rights in favor of the beneficiaries described in the previous paragraph;
4. authorizes the Board of Directors to sell existing shares or other securities granting access to the Company's share capital acquired by the Company pursuant to the share repurchase program authorized by the present General Meeting in the 19th resolution (or in any subsequent resolution having the same purpose), on one or more occasions and within the limits set forth in that program, to the beneficiaries as described in 2);
5. resolves that the total nominal amount of share capital increases that may be carried out pursuant to this delegation may not exceed 1% of the Company's share capital as of the date of the Board of Directors' meeting deciding on the capital increase, that amount being shared with that set by the 21st resolution, and shall count

towards the maximum nominal amount of capital increases stipulated in the 16th resolution of the General Meeting of May 25, 2023, or any similar resolution that may replace it;

6. resolves that the subscription price of the shares reserved for subscription by the aforementioned beneficiaries may include a discount relative to an average of the quoted market prices of the Company's shares on the Euronext Paris market over the twenty trading sessions preceding the date of the decision by the Board of Directors (or by its delegate) setting the opening date of the subscription period; such discount may not exceed the legal maximum of 30% of that average, it being stipulated that the Board of Directors (or its delegate) is expressly authorized if it sees fit to reduce or eliminate the discount, in particular to take account of market practices and the legal and tax regimes applicable in the countries of residence of the beneficiaries of the capital increase;

7. resolves, by way of derogation from paragraphs 2, 5 and 6 of the present resolution, in the case of issues of shares that may be reserved for employees of companies belonging to the group consisting of the Company and of the French and foreign entities related to the Company on the conditions stipulated in Article L. 225-180 of the French Commercial Code and falling within the scope of the consolidated or combined financial statements of the Company pursuant to Article L. 3344-1 of the French Labor Code and operating in the United States of America, that the Board of Directors may decide that:

- the issue price of the new shares will, subject to compliance with applicable French legal and regulatory requirements and in accordance with Section 423 of the United States Internal Revenue Code, be equal to at least 85% of the quoted market price of the Company's shares on the regulated market of Euronext Paris on the date of the decision setting the opening date of the subscription period of the share capital increase reserved for employees of the companies referred to in the present paragraph 7; and
- the number of shares issued as a result of the share issues referred to in the present paragraph 7 may not represent more than 0.2% of the share capital as of December 31, 2023, such percentage of the share capital counting towards the maximum aggregate par value of share capital increases stipulated in paragraph 5 of the present resolution;

8. authorizes the Board of Directors to allot free of consideration to the beneficiaries indicated above, in addition to shares or securities giving access to the share capital subscribed for in cash, shares or securities giving access to the share capital to be issued or already issued in full or partial substitution for the discount to the Reference Price and/or by way of top-up employer's contribution, it being stipulated that the benefit resulting from such allotment, valued at the subscription price, may not exceed the maximum amount provided in the present resolution, or the applicable legal or regulatory limits; and

9. resolves to grant full powers to the Board of Directors, with powers to sub-delegate within the limits defined by law, in particular to:

- determine all of the terms and conditions of the future transaction(s) and in particular:
 - determine the scope of the issues carried out under the present delegation;
 - establish a list of beneficiaries, within one or more of the categories of beneficiaries defined above, or the categories of employees who will be beneficiaries of each issue and the number of securities to be subscribed by each of them,
 - establish the characteristics of the securities to be issued or sold, decide on the amounts proposed for issuance or sale, set the issue prices, dates, time limits, terms and conditions for the subscription, sale, payment, delivery and date of ranking for dividend of the securities and, in the event of issuance of new shares at a discount and/or with an employer's contribution to incorporate into share capital the reserves, profits or share premiums necessary to pay up said shares and, more generally, all the terms and conditions applicable to each issue,
 - at its sole discretion, after each capital increase charge the cost of that increase against the premium arising thereon, and deduct from such premium the sums necessary to increase the legal reserve to one-tenth of the new share capital,
- carry out all acts and formalities necessary to complete and formally record the increase(s) in the share capital.

10. sets the period of validity of the delegation at eighteen (18) months from the date of the present meeting.

Ordinary business

Twenty-third resolution (*Powers to carry out formalities*) - The General Meeting, voting on the quorum and majority conditions for Extraordinary General Meetings, confers full powers on the bearer of an original, copy or extract of the minutes of its deliberations to carry out any filings (including filings with the competent registry) and formalities required by law.

As a shareholder, you can take part in the General Meeting, regardless of the number of shares you hold.

Several participation options are offered to you:

- attend the General Meeting in person;
- vote by correspondence in advance of the meeting;
- grant power to the Chairman of the meeting; or
- choose to be represented by a physical person or legal entity of your choice by granting them proxy (Article L.22-10-39 of the French Commercial Code).

If you hold Sanofi shares *via* several types of ownership (registered, bearer or FCPE units), you must vote in several times if you wish to exercise all the voting rights attached to your Sanofi shares.

In accordance with Article R. 22-10-28 of the French Commercial Code, if you have already cast your vote remotely, sent a proxy, or requested an admission card or participation certificate, you may no longer opt for another means of participation in the General Meeting. However, you may sell all or part of your shares at any time.

Preliminary formalities to participate in the General Meeting

In accordance with Article R. 22-10-28 of the French Commercial Code, shareholders must be able to justify this capacity by their shares being registered in their name, or in the name of the intermediary registered to act on their behalf, on the second business day preceding the meeting, i.e. at **00:00 (Paris time), on Friday April 26, 2024**, either in the registered share accounts held for the Company by Uptevia or in the bearer share accounts held by the accredited banking or financial intermediary.

• Registered shares:

By registering the shares in the registered shares accounts kept by Uptevia.

• Bearer shares:

By registering the shares in the securities account kept by the accredited banking or financial intermediary.

Registration of bearer shares in the account kept by the accredited banking or financial intermediary must be evidenced by a shareholding certificate (*attestation de participation*) issued by the intermediary and attached to:

- the postal voting form (paper form)
- the proxy form; or
- the request for an admission card, prepared in the name of the shareholder or on behalf of the shareholder represented by the accredited intermediary.

Modalities to participate in the General Meeting

I. To attend the General Meeting in person:

Shareholders with registered shares may directly go to the special counter on the day of the meeting with an identity card.

Please follow the instructions below if you wish to request an admission card, by post or electronically, prior to the General Meeting.

1. By postal means using the paper form

- if you hold **registered shares** or **units in a FCPE**: request an admission card by sending the paper form (attached to your notice of meeting) to Uptevia – Assemblées Générales – 90-110 esplanade du Général de Gaulle – 92931 Paris La Défense CEDEX.
- if you hold **bearer shares**: ask the financial intermediary managing your securities account to send you an admission card.

In order for your request to be processed, it must be received by Uptevia by Friday April 26, 2024 at the latest. Please take postal deadlines into account.

Under no circumstances requests for admission cards should be returned directly to Sanofi.

2. By electronic means

- if you hold **registered shares** or **units in a FCPE**: request your admission card on VOTACCESS *via* the Planetshares website at: <https://planetshares.uptevia.pro.fr>
 - o for fully registered shares: with your usual access codes.
 - o for administered registered shares: with the login shown in the top right-hand corner of the paper voting form attached to your notice of meeting.
 - o for units in a FCPE: with the login shown in the top right-hand corner of the paper voting form, and the identification criteria provided by Amundi.

Once logged on, follow the on-screen instructions to access VOTACCESS and request your admission card.

- if you hold **bearer shares**: consult your account-holding institution in order to know whether they are connected to VOTACCESS and if so, whether that access is subject to specific conditions of use. If your account-holding institution is connected to VOTACCESS, log on to your intermediary's website with your usual access codes. Then click on the icon that appears on the line showing your Sanofi shares and follow the on-screen instructions to access VOTACCESS and request your admission card.

II. To vote by correspondence, grant power to the Chairman or appoint a proxy:

1. With the paper form

- if you hold **registered shares** or **units in a FCPE**: you must complete the paper form (attached to your notice of meeting) and send it to Uptevia – Assemblées Générales – 90-110 esplanade du Général de Gaulle – 92931 Paris La Défense CEDEX.
- if you hold **bearer shares**: ask your financial intermediary managing your securities to send you the voting form, from the date of the notice of meeting. You or your financial intermediary must then return the form, accompanied by the shareholding certificate, to Uptevia within the required timeframe.

In order for your form to be taken into account, it must be received by Uptevia by Friday, April 26, 2024 at the latest.

Under no circumstances paper forms should be returned directly to Sanofi.

2. By electronic means

- if you hold **registered shares** or **units in a FCPE**: access VOTACCESS *via* the Planetshares website at: <https://planetshares.uptevia.pro.fr>
 - o for fully registered shares: with your usual access codes.
 - o for administered registered shares: with the login shown in the top right-hand corner of the paper voting form attached to your notice of meeting.
 - o for units in an FCPE: using the identification number in the top right-hand corner of your paper form, and the identification criteria provided by Amundi.

Once logged on, access VOTACCESS by clicking on “Take part to the General Meeting”.

- if you hold **registered shares** and **units in a FCPE**: log on to Planetshares website using your usual access codes. This connection enables you to vote your units in the FCPE and your registered shares, in each case using the number shown in the top right-hand corner of your paper voting form.

Once logged on, access VOTACCESS by clicking on “Take part to the General Meeting”.

You will then be redirected to VOTACCESS, where you can follow the on-screen instructions to vote, or to appoint (or revoke) a proxy.

- if you hold **bearer shares**: ask your account-holding institution whether they are connected to VOTACCESS and if so, whether that access is subject to specific conditions of use.

a) If your account-holding institution is connected to VOTACCESS, log on to your account-holding institution's website with your usual access codes. Then click on the icon that appears on the line showing your Sanofi shares and follow the on-screen instructions to access VOTACCESS and vote or appoint (or revoke) a proxy.

b) If your accredited intermediary is not connected to VOTACCESS, you cannot vote by electronic means but you have the possibility to appoint (or revoke) a proxy by sending an email to paris.cts.france.mandats@uptevia.com. Your e-mail must contain the following information: the name of the company (Sanofi); your surname and first name; your address and bank account details; and the surname, first name and (if possible) address of the proxy you wish to appoint. You must also ask your accredited intermediary to send written confirmation of your request to Uptevia – Assemblées Générales – 90-110 esplanade du Général de Gaulle – 92931 Paris La Défense CEDEX.

Only notifications of proxy appointment or revocation must be sent to his e-mail address, any other requests or notifications on any other subject sent to this e-mail address will be ignored.

For your proxy appointment or revocation to be taken into account, your confirmation must be received by Uptevia by Monday April 29, 2024 at 3 p.m. (Paris time) at the latest.

The VOTACCESS secure voting platform will be open from **Wednesday April 10, 2024 to Monday April 29, 2024** until 3 p.m. (Paris time). However, to avoid overloading VOTACCESS we recommend that you do not wait until the day before the meeting to vote.

Request to add agenda items or draft resolutions

The request for inclusion of items or draft resolutions to the agenda by the shareholders fulfilling the conditions set out in Article R. 225-71 of the French Commercial Code must be sent to the Chairman of the Board of Directors to the registered office of the Company, 46, avenue de la Grande Armée, 75017 Paris, by registered letter with acknowledgement of receipt, or by email to the following address: assembleegenerale@sanofi.com, no later than **Thursday April 4, 2024 at 11:59 p.m. (Paris time)**.

The request to add items or draft resolutions to the agenda shall be justified. Requests must be accompanied by a shareholding certificate in the registered share accounts, or in the securities accounts kept by a financial intermediary. The review of item or draft resolutions is subject to the provision by the authors of the request of a new certificate evidencing the registration of the shares in the same accounts on the second business day preceding the meeting, i.e. on Friday April 26, 2024 at 00:00 (Paris time).

Filing of written questions

You have the right to ask written questions prior to the General Meeting. Written questions must be sent to the Chairman of the Board of Directors, by registered letter with acknowledgement of receipt, to the registered office, or by email to the email address assembleegenerale@sanofi.com. These questions must be accompanied by a shareholding certificate in the registered shares accounts, or in the securities accounts kept by an accredited banking or financial intermediary. They must be sent no later than on the fourth working day preceding the date of the General Meeting, that is to say on **Wednesday April 24, 2024 at 11:59 p.m. (Paris time)**. Pursuant to the applicable law, the answer to a written question will be deemed to have been given from the moment it is available on the Internet website of the Company in a section dedicated to questions and answers.

Communication rights of shareholders

All the documents and information required under Article R. 225-73-1 of the French Commercial Code may be consulted on the Company's website at: www.sanofi.com from the twenty-first day preceding the General Meeting, i.e. by **Tuesday April 9, 2024**.

The Board of Directors.